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December 3, 2015

Marlene H. Dortch, Secretary
Federal Communications Commission
Wireline Competition Bureau Applications
P.O. Box 979091
St. Louis, MO 63197-9000

Via ECFS and MyIBFS

RE: In the matter of the Joint Application of Great Lakes Comnet, Inc., Ace Telephone Association, and Ace Telephone Company of Michigan, Inc. for Approval of Transfer of Control of Great Lakes Comnet, Inc., Clinton County Telephone Company, Westphalia Telephone Company, Westphalia Broadband, Inc., and Comlink, LLC, to Ace Telephone Association and Ace Telephone Company of Michigan, Inc., pursuant to Section 214 of the Communications Act of 1934, as amended.

WC Docket No. 15-224

1TC-T/C – 20150922-00226

1TC-T/C – 20150922-00227

****Supplemental Information in Support of Joint Application****

Dear Ms. Dortch:

Enclosed for filing in the above matter please find the Joint Applicants' Supplemental Information in Support of their Joint Application. The Joint Application was filed pursuant to Section 63.04(b) of the Commission's rules as a combined International and Domestic Section 214 transfer of control application. The attached Supplemental Information is being filed via the Electronic Comment Filing System and the MyIBFS Filing System.

Please contact me if you have any questions or concerns.

Very truly yours,

Miller, Canfield, Paddock and Stone, P.L.C.


Michael C. Rampe

Enclosures

cc: Dennis Johnson (Dennis.Johnson@fcc.gov)
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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of the Joint Application of)	
)	
Great Lakes Comnet, Inc.,)	
)	
Transferor)	
)	
and)	WC Docket No. 15-224
)	
Ace Telephone Association and)	IB File No. ITC-T/C-20150922-00226
Ace Telephone Company of Michigan, Inc.)	
)	IB File No. ITC-T/C-20150922-00227
Transferees.)	
)	
Pursuant to Section 214 of the)	
Communications Act of 1934, as Amended, for)	
Approval of the Transfer of Control of)	
Great Lakes Comnet, Inc.,)	
Clinton County Telephone Company,)	
Westphalia Telephone Company,)	
Westphalia Broadband, Inc., and)	
Comlink, LLC)	
to Ace Telephone Company of Michigan, Inc. and)	
Ace Telephone Association)	
<hr/>)	

**SUPPLEMENTAL INFORMATION IN SUPPORT OF
JOINT APPLICATION**

In support of their Joint Application in this matter, Great Lakes Comnet, Inc. (“GLC”), Clinton County Telephone Company (“CCTC”), Westphalia Telephone Company (“WTC”), Westphalia Broadband, Inc. (“WBI”), Comlink, LLC (“Comlink”), Ace Telephone Association (“ATA”) and Ace Telephone Company of Michigan, Inc. (“Ace Michigan”), collectively “Joint Applicants,” hereby respectfully provide the supplemental information contained herein. The purpose of this supplemental filing is to describe the geographic territories in which the Joint

Applicants either provide service or have network facilities, as well as to identify over-lapping or adjacent geographic territories in which the transferee and transferor entities have customers.

I. Geographic Territories of ATA, Ace Michigan, and Ace Link.

ATA is a telephone cooperative headquartered in Houston, Minnesota. ATA provides local exchange service as an incumbent local exchange carrier (“ILEC”), long distance, broadband Internet services, video service, and a variety of other services in small towns and rural areas located in: (i) the Castalia, Clermont, Dorchester, Fort Atkinson, Highlandville, Harpers Ferry, New Albin, Ossian, and Waterville exchanges located in Iowa; and (ii) the Brownsville, Canton, Dakota, Eitzen, Granger, Hokah, Houston, La Crescent, Lanesboro, Ostrander, Peterson, Rushford exchanges located in Minnesota. Maps showing the general locations of the Iowa and Minnesota exchanges in which ATA provides service are contained in **Attachment A**.

Ace Link Telecommunications, Inc. (“Ace Link”) is a wholly-owned subsidiary of ATA that provides local exchange service as a competitive local exchange carrier (“CLEC”), exchange access, and broadband Internet services in the Caledonia exchange located in Minnesota. The general location of the Caledonia exchange is shown in **Attachment A**.

Ace Michigan, a wholly-owned subsidiary of ATA, is an ILEC licensed by the Michigan Public Service Commission (“MPSC”)¹ that provides local exchange service, exchange access, domestic long distance service, broadband Internet service, and video services to the Allendale, Buckley, Copemish-Thompsonville, Drenthe, Hoxeyville, Mesick, Old Mission and South Boardman exchanges located in Michigan. Additionally, Ace Michigan, as a CLEC, provides

¹ August 14, 1992 Order in MPSC Case No. U-10054; 136 PUR 4th 93; 1992 WL 230483; December 21, 2010 Order in MPSC Case No. U-16468; August 13, 2013 Order in MPSC Case No. U-17262.

local exchange service, toll, broadband Internet, and video services to the Coopersville, Holland, and Zeeland exchanges located in Michigan. See the telephone exchange map attached hereto as **Attachment B** for the location of the Michigan exchanges in which Ace Michigan provides service.

II. Geographic Territories of GLC and Its Subsidiaries.

GLC is a broadband network and switching infrastructure company that is registered as a competitive access provider (“CAP”) in Michigan. As a CAP, GLC is a “carriers’ carrier” that does not have any end-user customers and does not serve the general public in any state. GLC’s network facilities provide tandem switching, long-haul Internet connectivity, video and other transport, toll resale, wholesale Ethernet, Signaling System 7 (SS7), and point-to-point services to telecommunication providers. GLC’s facilities are used by ILECs, CLECs, toll service providers that are homed to its tandem, and data and video providers. GLC’s tandem switch is located in Westphalia, Michigan, and GLC’s transport facilities are located throughout Michigan, as well as in portions of Ohio, Indiana, and Illinois. GLC has network facilities, but no carrier customers, in Minnesota and Wisconsin. **See Attachment C.**

GLC’s wholly-owned subsidiary, Comlink, provides local exchange service as a CLEC,² and also provides exchange access, broadband Internet service, point-to-point private line services, domestic and international toll services,³ and cloud computing and data center services. Comlink provides services in numerous exchanges throughout Michigan. While most of Comlink’s end user customers are located in Michigan, it also has some end user customers in Ohio, Indiana, Illinois, and Wisconsin.

² Comlink was licensed by the MPSC’s June 3, 2004 Order in Case No. U-14041.

³ Comlink provides resold international toll service pursuant to GLC’s international § 214 authority. See correspondence dated February 17, 2011 filed with the International Bureau in GLC’s international license file.

WTC is an ILEC, and is licensed by the MPSC⁴ to serve an area known as the Westphalia exchange in Michigan. A map of the Westphalia exchange is appended as **Attachment D**. WTC provides local exchange service, exchange access, broadband Internet service, video, private line, transport, and other telecommunications services to business and residential customers in the Westphalia exchange.

WBI, d/b/a Comlink, is a CLEC licensed by the MPSC.⁵ WBI provides local exchange service, exchange access, broadband Internet service, private line, transport and video service in the following areas: (1) the DeWitt exchange, (2) the St. Johns exchange, and (3) the Fowler exchange (a/k/a the Fowler-Pewamo exchange). WBI also provides video service in the Lansing exchange. Maps of the DeWitt, St. Johns, Lansing and Fowler exchanges can be found at **Attachment E**.

CCTC is a holding company that does not itself offer any telecommunications services. WTC and WBI are wholly-owned subsidiaries of CCTC.

III. Overlapping and Adjacent Geographic Territories.

With respect to exchanges served by transferees ATA, Ace Michigan and Ace Link, or exchanges that are adjacent to their ILEC exchanges, the tables below describe where Comlink, WBI, and WTC provide service, and where GLC has network facilities. For purposes of this Section III, “Transferor Entity” refers collectively to GLC, Comlink, CCTC, WTC and WBI, and “Transferee Entity” refers collectively to Ace Michigan, ATA, and Ace Link. The term “CLEC Operations” refers to the operations as a CLEC of an entity itself or via a separately-incorporated

⁴ August 14, 1992 Order in MPSC Case No. U-10054; 136 PUR 4th 93; 1992 WL 230483.

⁵ July 22, 2004 Order in MPSC Case No. U-14119; 2004 WL 1746427.

affiliated entity. As shown in the maps appended to this supplemental information and in the tables below:

- None of the ILEC Exchanges of the Transferor Entities or Transferee Entities Overlap or are Adjacent to Each Other: The ILEC exchanges of the ILECs involved in the transaction—Ace Michigan, ATA, and WTC—are geographically separated from each other, and therefore: (i) do not overlap; and (ii) are not adjacent to each other.
- No CLEC Operations of a Transferor Entity or Transferee Entity Provide Service in any Transferor Entity or Transferee Entity ILEC Exchange: No CLEC Operations of the Transferor Entities provide any service to end users in any ILEC exchange of the Transferee Entities (*i.e.*, Ace Michigan, Ace Link, or ATA), and no CLEC Operations of the Transferee Entities provide any service to end users in any ILEC exchange of a Transferor Entity (*i.e.*, WTC).
- CLEC Operations in Exchanges Adjacent to ILEC Exchanges: Comlink, a CLEC, has 5 or fewer end user customers in 7 exchanges that are adjacent to Ace Michigan ILEC exchanges (the Traverse City, Cadillac, Ravenna, Fruitport, Hudsonville, Ravenna, and Hamilton exchanges).
- Limited Overlap of CLEC Service Territories: Comlink, a CLEC, has 5 or fewer end user customers in the Coopersville, Holland, and Zeeland exchanges, where Ace Michigan has CLEC Operations.
- GLC does not serve end user customers, but has fiber facilities located in the Ace Michigan ILEC exchanges that are used by Ace Michigan for traffic transport.

Exchanges Served By Transferee Entity: ATA	Transferor Entities
<p>Iowa exchanges: Castalia, Clermont, Dorchester, Fort Atkinson, Highlandville, Harpers Ferry, New Albin, Ossian, and Waterville.</p> <p>Minnesota exchanges: Brownsville, Canton, Dakota, Eitzen, Granger, Hokah, Houston, La Crescent, Lanesboro, Ostrander, Peterson, and Rushford exchanges.</p>	<p>Comlink, WTC, and WBI do not serve any end-user customers, the general public, or any carrier customers in Iowa or Minnesota.</p> <p>GLC does not provide service to any end-user, the general public, or carrier customer in Iowa.</p> <p>GLC does not provide service to any end-user, the general public, or carrier customer in Minnesota.</p> <p>GLC has fiber facilities located in Duluth, Minnesota, which is not in, or adjacent to, any exchange served by ATA, and those facilities are not currently in use.</p>

Exchanges Served By Transferee Entity: Ace Michigan	Adjacent Exchanges	Transferor Entities
Allendale	Exchanges adjacent to Allendale: Grand Haven, Marne, Hudsonville, Borculo and Jamestown	GLC does not provide any service to any end-user customer or to the general public in Michigan. GLC has network facilities (but no end user customers) throughout Michigan, including in the Ace Michigan exchanges and some adjacent exchanges.
Drenthe	Exchanges adjacent to Drenthe: Hudsonville, Jamestown, and Hamilton	Comlink has five or fewer end-user customers in each of the following exchanges that are served by, or adjacent to, Ace Michigan:
Copemish-Thompsonville, Buckley and Mesick	Exchanges adjacent to Copemish-Thompsonville, Buckley and Mesick: Harietta, Kaleva, Bear Lake, Beulah, Lake Ann, Kingsley, Manton, and Cadillac	<ul style="list-style-type: none"> Traverse City Cadillac Ravenna Fruitport Coopersville Hudsonville Holland Ravenna Zeeland Hamilton
Hoxeyville	Exchanges adjacent to Hoxeyville : Harietta, Brethren, Kaleva, Wellston, Dublin, Irons, Luther, Tustin, and Cadillac	
South Boardman	Exchanges adjacent to South Boardman: Fife Lake, Kingsley, Traverse City, Williamburg, Kalkaska, Manistee River, Moorestown and Lake City	WTC does not provide any service in any exchange served by, or adjacent to, Ace Michigan.
Old Mission	Exchanges adjacent to Old Mission: Traverse City	WBI does not provide any service in any exchange served by, or adjacent to, Ace Michigan.
Coopersville exchange located Michigan	Exchanges adjacent to Coopersville: Grand Haven, Fruitport, Ravenna, Conklin, and Marne	
Holland, and Zeeland exchanges located in Michigan.	Exchanges adjacent to Holland and Zeeland: Grand Haven, Borculo, Hudsonville, Jamestown, Hamilton, and Saugatuck	